

# NARAYANI STEELS LIMITED

23A, N S ROAD, ROOM NO.31,7<sup>TH</sup> FLOOR, KOLKATA-700001, PH-033 4602 5371

[NARAYANISTEELSVIZAG@GMAIL.COM](mailto:NARAYANISTEELSVIZAG@GMAIL.COM)

[WWW.NARAYANISTEELS.CO.IN](http://WWW.NARAYANISTEELS.CO.IN)

GSTIN:37AAACN8563G1Z8

CIN: L27109WB1996PLC082021

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Date: 21.02.2023

To,  
The Manager  
Department of Corporate Services  
**Bombay Stock Exchange Limited**  
1st Floor, New Trading Wing,  
Rotunda Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

**Scrip Code: 540080**  
**Security Id- NARAYANI**

Dear Sir/ Madam,

**Sub: Voting results of the Extra-Ordinary General Meeting**

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) rules, 2014 as amended, we are enclosing herewith the voting results of the Extra-Ordinary General Meeting conducted by the Company on Monday, 20th February, 2023. A consolidated report of the scrutinizer on remote e-voting and e-voting conducted at the EGM of the Company is also enclosed herewith.

Based on the voting results and Report of the Scrutinizer, all resolutions as set out in the Notice of the Extra-Ordinary General Meeting of the Company, have been duly approved and passed by the shareholders with requisite majority.

The same is for your kind information and record.

Thanking you.

Yours faithfully  
For **Narayani Steels Limited**

  
ANKITA  
DUTTA

Digitally signed by ANKITA DUTTA  
DN: cn=ANKITA DUTTA,  
c=IN, o=NARAYANI STEELS LIMITED, ou=SECRETARY,  
email=ANKITA.DUTTA@NARAYANISTEELS.CO.IN,  
serial=72103, st=ARUNACHAL  
PRADESH  
Reason: I am the signer of this document.  
MD5(Signature)=70e05147344e8253218221  
48e82103c3c291ca87349e0132e1847f  
SI: c=IN, o=NARAYANI STEELS LIMITED, ou=SECRETARY,  
email=ANKITA.DUTTA@NARAYANISTEELS.CO.IN,  
serial=72103  
ANKITA DUTTA@NARAYANISTEELS.CO.IN  
Date: 2023.02.21 11:46:23 +05'30'

**Ankita Dutta**  
**Company Secretary & Compliance Officer**

=====

Corp. Office: Sy No.202/30-34 and 38/Part, Modavalasa Village, Denkada Mandal, Vizianagaram-535004.AP

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## DETAILS OF VOTING RESULTS AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS, 2015.

Sl.No.	Particulars	Details
1.	Date of EGM	20-02-2023
2.	Cut-off date	13-02-2023
3.	Total Number of Shareholders on the cut-off date	3485
4.	No. of shareholders present at the meeting either in personal or through proxy:	Not Applicable
	Promoter and Promoter Group	
	Public	
5.	No. of Shareholders attended the meeting through Video Conferencing	9
	Promoter and Promoter Group	
	Public	
	Total	
6.	No. of resolutions passed at the meeting	4

## AGENDA

- Regularization of Mrs. Varsha Kedia (DIN: 09774480) as a Non-executive Independent Director of the Company

Resolution required: Special Resolution								
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)] * 100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	9807126	8527126	86.95	8527126	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>9807126</b>	<b>8527126</b>	<b>86.95</b>	<b>8527126</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-voting	1088324	161	0.0148	161	0	100.00	0

ANKITA DUTTA

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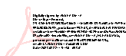
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	Poll		5	0.00046	5	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>1088324</b>	<b>166</b>	<b>0.01526</b>	<b>166</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>10895450</b>	<b>8527292</b>	<b>86.96526</b>	<b>8527292</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

2. Change in the name of the Company and consequent amendment in Memorandum and Articles of Association of the Company.

<b>Resolution required: Special Resolution</b>								
<b>Whether promoter/promoter group are interested in the agenda/resolution</b>								<b>No</b>
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of votes polled on outstanding shares (3) =[(2)/(1)] *100</b>	<b>No. of votes-in favour (4)</b>	<b>No. of votes-against (5)</b>	<b>% of votes favours on vote polled (6)=[(4)/(2)]*100</b>	<b>% of votes against on votes polled (7)=[(5)/(2)] *100</b>
<b>Promoter and Promoter Group</b>	<b>E-voting</b>	9807126	8527126	86.95	8527126	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		<b>9807126</b>	<b>8527126</b>	<b>86.95</b>	<b>8527126</b>	<b>0</b>	<b>100.00</b>
<b>Public-Institutions</b>	<b>E-voting</b>	0	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public-Non-Institutions</b>	<b>E-voting</b>	1088324	161	0.0148	161	0	100.00	0
	<b>Poll</b>		5	0.00046	5	0	100.00	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		<b>1088324</b>	<b>166</b>	<b>0.01526</b>	<b>166</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>10895450</b>	<b>8527292</b>	<b>86.96526</b>	<b>8527292</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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GSTIN:37AAACN8563G1Z8

CIN: L27109WB1996PLC082021

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3. To alter Object Clause in the Memorandum of Association.

Resolution required: Special Resolution								
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	9807126	8527126	86.95	8527126	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>9807126</b>	<b>8527126</b>	<b>86.95</b>	<b>8527126</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public-Institutions</b>	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public-Non-Institutions</b>	E-voting	1088324	161	0.0148	161	0	100.00	0
	Poll		5	0.00046	5	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>1088324</b>	<b>166</b>	<b>0.01526</b>	<b>166</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>10895450</b>	<b>8527292</b>	<b>86.96526</b>	<b>8527292</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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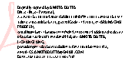
CIN: L27109WB1996PLC082021

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4. Shifting of Registered Office outside the local limits.

<b>Resolution required: Special Resolution</b>								
<b>Whether promoter/promoter group are interested in the agenda/resolution</b>								<b>No</b>
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of votes polled on outstanding shares (3) =[(2)/(1)]*100</b>	<b>No. of votes-in favour (4)</b>	<b>No. of votes-against (5)</b>	<b>% of votes favours on vote polled (6)=[(4)/(2)]*100</b>	<b>% of votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-voting</b>	9807126	8527126	86.95	8527126	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	<b>9807126</b>	<b>8527126</b>	<b>86.95</b>	<b>8527126</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public-Institutions</b>	<b>E-voting</b>	0	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public-Non-Institutions</b>	<b>E-voting</b>	1088324	161	0.0148	16	145	9.9378	90.062
	<b>Poll</b>		5	0.00046	5	0	100.00	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	<b>1088324</b>	<b>166</b>	<b>0.01526</b>	<b>21</b>	<b>145</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>10895450</b>	<b>8527292</b>	<b>86.96526</b>	<b>8527147</b>	<b>145</b>	<b>99.998</b>	<b>0.000017</b>

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**Gopinath Nayak & Associates**  
**COMPANY SECRETARIES**

**SCRUTINIZER'S REPORT FOR E-VOTING PURSUANT TO SECTION(S) 108 AND 109 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 AND RULE 21 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

To  
The Chairman  
NARAYANI STEELS LIMITED  
23A, N.S. Road, 7<sup>th</sup> Floor, Room-31  
Kolkata, WB-700001

Dear Sir,

**Sub: Passing of resolution(s) conducted for the Equity Shareholders of M/s Narayani Steels Limited held between 17<sup>th</sup> February, 2023 (09:00a.m.) to 19<sup>th</sup> February, 2023 (05:00 p.m.) and on 20<sup>th</sup> February 2023.**

I, Bharat Chandra Das, ACS, Practising Company Secretary of Gopinath Nayak & Associates, Company Secretaries, Bhubaneswar, have been appointed as a Scrutinizer by the Board of Directors of NARAYANI STEELS LIMITED (the "Company") for remote voting between 17<sup>th</sup> February, 2023 (09:00 a.m.) to 19<sup>th</sup> February, 2023 (05:00 p.m.) and physical voting on the resolutions proposed to be passed at the Extra Ordinary General Meeting of the Company held on 20<sup>th</sup> February 2023 at 01:00 p.m.

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic means.

**Responsibility as a Scrutinizer**

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolution(s) set out in the notice convening the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company for providing e-voting facilities.

I submit my report as under:



**The result(s) of E- voting are as under:**

**Resolution No. 1 (Special Resolution)**

“REGULARIZATION OF MRS. VARSHA KEDIA (DIN: 09774480) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY”

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	16	8527287	99.9999 %
Physical	1	5	0.0001 %

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

**INVALID VOTES**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

**Resolution No. 2 (Special Resolution)**

“CHANGE IN THE NAME OF THE COMPANY AND CONSEQUENT AMENDMENT IN MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY”

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	16	8527287	99.9999 %
Physical	1	5	0.0001 %



**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

**INVALID VOTES**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

**Resolution No. 3 (Special Resolution)**

“TO CHANGE OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION”

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	16	8527287	99.9999 %
Physical	1	5	0.0001 %

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

**INVALID VOTES**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL





**Resolution No. 4 (Special Resolution)**

“SHIFTING OF REGISTERED OFFICE OUTSIDE THE LOCAL LIMITS”

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	14	8527142	99.9982 %
Physical	1	5	0.0001 %

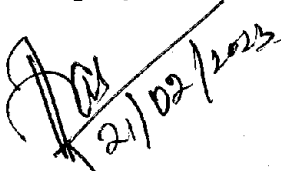
**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	2	145	0.0017
Physical	NIL	NIL	NIL

**INVALID VOTES**

Mode of Voting	Numbers of members voted through electronic means	Number of votes cast	% of total number of votes cast
Remote	NIL	NIL	NIL
Physical	NIL	NIL	NIL

For Gopinath Nayak & Associates  
Company Secretaries

  
21/02/2023

Bharat Chandra Das  
Practising Company Secretary  
Mem. No. 25843, CP No. 9834  
UDIN: A025843D003178740

Place: Bhubaneswar  
Date: 21.02.2023

